UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 V

# FORM D

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D. SECTIÓN 4(6), AND/OR

OMB APPI	ROVAL
OMB Number:	3235-0076
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UNIFORM LIMITED OFFERING EXEMPTION Name of Offering (Deheck if this is an amendment and name has changed, and indicate change.) Dublin 1031, L.L.C. □ ULOE X Rule 506 ☐ Section 4(6) ☐ Rule 505 □ Rule 504 Filing Under (Check box(es) that apply): New Filing Type of Filing: A. BASIC IDENTIFICATION DATA 1. Enter the information requested about the issuer Name of Issuer ( check if this is an amendment and name has changed, and indicate change.) Dublin 1031, L.L.C. Telephone Number (Including Area Code) Address of Executive Offices (Number and Street, City, State, Zip Code) (630) 218-4916 2901 Butterfield Road, Oak Brook, Illinois 60523 Telephone Number (Including Area Code) Address of Principal Business Operations (Number and Street, City, State, Zip Code) (if different from Executive Offices) **Brief Description of Business** The acquisition and sale of and investment in real property. Type of Business Organization limited partnership, already formed other (please specify): corporation Limited Liability Company THOMSON limited partnership, to be formed business trust Year Month Actual or Estimated Date of Incorporation or Organization: ■ Estimated 0 0 6

## GENERAL INSTRUCTIONS

#### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

CN for Canada: FN for other foreign jurisdiction)

DE

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549

Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for State:

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION-

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

> Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.



		A. BASIC IDENTIF	ICATION DATA		
2. Enter the information reque	sted for the followi	ng:			
Each promoter of the iss					
<ul> <li>Each beneficial owner h issuer;</li> </ul>	aving the power to	vote or dispose, or direct th	e vote or disposition of, 10%	or more of a class	of equity securities of the
Each executive officer a	and director of corp	orate issuers and of corporat	e general and managing partr	ners of partnership	issuers; and
<ul> <li>Each general and manag</li> </ul>	ging partner of parts	nership issuers.			
Check Box(es) that Apply:		Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Inland Real Estate Ex					
Business or Residence Address	s (Number and Stre	et, City, State, Zip Code)			
2901 Butterfield Roa	d, Oak Brook,	Illinois 60523			
Check Box(es) that Apply:		☐ Beneficial Owner	Executive Officer	☐ Director	☐ General and/or  Managing Partner
Full Name (Last name first, if	individual)				
Dublin Exchange, L.					
Business or Residence Addres	s (Number and Stre	et, City, State, Zip Code)			
2901 Butterfield Roa	id, Oak Brook,	Illinois 60523		<u> </u>	
Check Box(es) that Apply:		☐ Beneficial Owner	Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Inland Continental P	roperty Manage	ement Corporation			
Business or Residence Addres	s (Number and Stre	et, City, State, Zip Code)			
2901 Butterfield Roa	ad, Oak Brook,	Illinois 60523			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	Executive Officer	☑ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Gujral, Brenda G.*					
Business or Residence Addres	s (Number and Stre	eet, City, State, Zip Code)			
2901 Butterfield Ros	ad, Oak Brook,	Illinois 60523			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	☑ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Goodwin, Daniel L.	•				
Business or Residence Addres		eet, City, State, Zip Code)			· · · · · · · · · · · · · · · · · · ·
2901 Butterfield Ro	ad, Oak Brook,	Illinois 60523	<u>.</u>		
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	☑ Director	☐ General and/or Managing Partner
Full Name (Last name first, it	f individual)				
Parks, Robert D. •					
Business or Residence Addre	ss (Number and Str	eet, City, State, Zip Code)			
2901 Butterfield Ro	ad, Oak Brook,	Illinois 60523	<u></u>		

<sup>•</sup> These individuals are executive officers or directors of Inland Real Estate Corporation, the sole member of Dublin Exchange, L.L.C., the sole member of Dublin 1031, L.L.C.

		A. BASIC IDENTII	FICATION DATA		
2. Enter the information requ					
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issuer;			e vote or disposition of, 10%		
<ul> <li>Each executive officer:</li> </ul>	and director of corp	orate issuers and of corporat	e general and managing parti	ners of partnership	issuers; and
<ul> <li>Each general and mana</li> </ul>	ging partner of parti	nership issuers.			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	□ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
Matlin, Roberta S. •					
Business or Residence Addres	s (Number and Stre	et, City, State, Zip Code)			
2901 Butterfield Roa	ad, Oak Brook,	Illinois 60523			
Check Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	☑ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)				
DelRosso, Patricia A	۸. •			•	
Business or Residence Addres	ss (Number and Stre	et, City, State, Zip Code)			
2901 Butterfield Ros	ad, Oak Brook,	Illinois 60523			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☑ Executive Officer	☐ Director	General and/or Managing Partner
Full Name (Last name first, if	individual)		<del></del>		
Wang, Cathy Z. *					
Business or Residence Addres	ss (Number and Stre	et, City, State, Zip Code)			
2901 Butterfield Ro					
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
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Business or Residence Addre	ss (Number and Stre	eet, City, State, Zip Code)			
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Full Name (Last name first, i	findividual)				
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Full Name (Last name first, i	f individual)			<del> </del>	
Business or Residence Addre	ess (Number and Str	eet, City, State, Zip Code)			

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

<sup>•</sup> These individuals are executive officers or directors of Inland Real Estate Exchange Corporation, the sole member of Dublin Exchange, L.L.C., the sole member of Dublin 1031, L.L.C.

<u> </u>			<u> </u>	В.	NFORMA'	rion abo	UT OFFER	ING			-	
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2. What	is the mini	mum inves	stment that	will be ac	cepted fron	any indiv	ridual?				\$ 437,	385.00*
											Yes	No
3. Does	the offering	g <del>perm</del> it jo	int owners	hip of a sir	igle unit?						Ø	
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<sup>\*</sup> A smaller amount may be accepted by the company, in its sole discretion.

				В.	INFORMA	TION ABO	UT OFFE	RING				
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3. Does	the offerin	g <del>perm</del> it jo	oint owners	hip of a si	ngle unit?				*************			
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<sup>\*</sup> A smaller amount may be accepted by the company, in its sole discretion.

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3. Does t	he offering	permit jo	int owners	hip of a sin	igle unit?							
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<sup>\*</sup> A smaller amount may be accepted by the company, in its sole discretion.

				В.	INFORMA	TION ABO	UT OFFE	RING				
1. Has th	ne issuer so	ld, or does	the issuer	intend to s	sell, to non-	-accredited	investors i	n this offer	ing?		Yes	No ⊠
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3. Does	the offerin	g permit jo	int owners	hip of a si	ngle unit?							
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<sup>\*</sup> A smaller amount may be accepted by the company, in its sole discretion.

Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?   S   S	B. IN	FORMATI	ON ABOU	T OFFERI	NG								
Answer also in Appendix, Column 2, if filing under ULOE.  2. What is the minimum investment that will be accepted from any individual?													
2. What is the minimum investment that will be accepted from any individual?	1. Has th	ne issuer so	ld, or does									Ш	×
4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the officing. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer of the broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer of the broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer only.  Full Name (Last name first, if individual)  Beemer, Gregg A.  Business or Residence Address (Number and Street, City, State, Zip Code)  3) Radnor Corporate Center Ste. 220, Radnor, PA 19087  Name of Associated Broker or Dealer Capital Analysts, Incorporated  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States).  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI] [ID] [IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MN] [MS] [MO] [MT] [NE] [NY] [NH] [NI] [NM] [NY] [NC] [ND] [MT] [MN] [MN] [MN] [MS] [MO] [MT] [NE] [NY] [NH] [NI] [NM] [NY] [NC] [ND] [MT] [MN] [MN] [MN] [MN] [MN] [MN] [MN] [MN													
3. Does the offering permit joint ownership of a single unit?  4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with saltes of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer. If more than five (5) persons to be listed are associated. Broker or Dealer Capital Analysts, Incorporated.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States).    All States   Manual	2. What	is the mini	mum inves	stment that	will be acc	cepted fron	any indiv	ridual?				\$ 437,3	385.00*
4. Enter the information reguested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  Beemer, Gregg A.  Business or Residence Address (Number and Street, City, State, Zip Code)  3 Radnor Corporate Center Ste. 220, Radnor, PA 19087  Name of Associated Broker or Dealer  Capital Analysts, Incorporated  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Cheek "All States" or check individual States)													
any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.  Full Name (Last name first, if individual)  Beemer, Gregg A.  Business or Residence Address (Number and Street, City, State, Zip Code)  3 Radnor Corporate Center Ste. 220, Radnor, PA 19087  Name of Associated Broker or Dealer  Capital Analysts, Incorporated  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)	3. Does	the offering	g permit jo	int owners	hip of a sir	ngle unit?						. 🗵	Ц
Beemer, Gregg A.  Business or Residence Address (Number and Street, City, State, Zip Code) 3 Radnor Corporate Center Ste. 220, Radnor, PA 19087  Name of Associated Broker or Dealer Capital Analysts, Incorporated  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	any c the of SEC are as only.	ommission ffering. If a and/or with ssociated po	or similar a person to a state or ersons of s	remunerati be listed is states, list uch a broke	on for soli s an associ the name of er or dealer	icitation of ated person of the broke	purchasers or agent or or dealer	in connect of a broker the lf more th	ion with sa or dealer re an five (5)	iles of secu egistered w persons to	rities in ith the be listed		
Business or Residence Address (Number and Street, City, State, Zip Code)   3 Radnor Corporate Center Ste. 220, Radnor, PA 19087   Name of Associated Broker or Dealer Capital Analysts, Incorporated				`individual	)								
Name of Associated Broker or Dealer   Capital Analysts, Incorporated				ss (Number	and Stree	t. City. Star	te. Zip Coo	 le)				<del></del> -	
Capital Analysts, Incorporated  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check 'All States' or check individual States)													
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)													
All States   All						1 . 6.1	. i. Db.a						
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III.   [IN]	,												[ID]
[RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  Full Name (Last name first, if individual) Condon, Robert S.  Business or Residence Address (Number and Street, City, State, Zip Code) 3 Radnor Corporate Center Ste. 220, Radnor, PA 19087  Name of Associated Broker or Dealer Capital Analysts, Incorporated  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)		• -	[AI]	• -						·	_		
Full Name (Last name first, if individual) Condon, Robert S.  Business or Residence Address (Number and Street, City, State, Zip Code) 3 Radnor Corporate Center Ste. 220, Radnor, PA 19087  Name of Associated Broker or Dealer Capital Analysts, Incorporated  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)			• -	-					• -		_		
Condon, Robert S.							[,,]	[]	[		,		
Business or Residence Address (Number and Street, City, State, Zip Code)  3 Radnor Corporate Center Ste. 220, Radnor, PA 19087  Name of Associated Broker or Dealer Capital Analysts, Incorporated  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)				individua	)								
Name of Associated Broker or Dealer Capital Analysts, Incorporated  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)				ss (Numbe	r and Stree	et, City, Sta	te, Zip Co	de)					
Capital Analysts, Incorporated  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)					220, Radi	nor, PA 1	9087						
States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)													
(Check "All States" or check individual States)					rited or Int	ends to Sol	icit Purcha	sers					. <u> </u>
[IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO] [MT] [NE] [NV] [NH] [NI] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]   Full Name (Last name first, if individual) Kosanke, Mark G.  Business or Residence Address (Number and Street, City, State, Zip Code) 36700 Woodward Ave. Ste 200, Bloomfield Hills, MI 48304-0930  Name of Associated Broker or Dealer Professional Asset Management, Inc.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)	States 1 (Ch	eck "All St	ates" or ch	eck individ	ual States)	)						🔲 Al!	l States
[MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  Full Name (Last name first, if individual)  Kosanke, Mark G.  Business or Residence Address (Number and Street, City, State, Zip Code)  36700 Woodward Ave. Ste 200, Bloomfield Hills, MI 48304-0930  Name of Associated Broker or Dealer  Professional Asset Management, Inc.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)	[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	(FL)	[GA]	• •	
[RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]  Full Name (Last name first, if individual)  Kosanke, Mark G.  Business or Residence Address (Number and Street, City, State, Zip Code)  36700 Woodward Ave. Ste 200, Bloomfield Hills, MI 48304-0930  Name of Associated Broker or Dealer  Professional Asset Management, Inc.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)	[IL]			-			-						-
Full Name (Last name first, if individual)  Kosanke, Mark G.  Business or Residence Address (Number and Street, City, State, Zip Code)  36700 Woodward Ave. Ste 200, Bloomfield Hills, MI 48304-0930  Name of Associated Broker or Dealer  Professional Asset Management, Inc.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)		=	-	-									
Kosanke, Mark G.  Business or Residence Address (Number and Street, City, State, Zip Code) 36700 Woodward Ave. Ste 200, Bloomfield Hills, MI 48304-0930  Name of Associated Broker or Dealer Professional Asset Management, Inc.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)							[ ]						· · ·
Business or Residence Address (Number and Street, City, State, Zip Code) 36700 Woodward Ave. Ste 200, Bloomfield Hills, MI 48304-0930  Name of Associated Broker or Dealer Professional Asset Management, Inc.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)				t individua	1)		•						
Name of Associated Broker or Dealer Professional Asset Management, Inc.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers (Check "All States" or check individual States)				ess (Numbe	r and Stre	et, City, Sta	ate, Zip Co	ode)					
Professional Asset Management, Inc.  States in Which Person Listed Has Solicited or Intends to Solicit Purchasers  (Check "All States" or check individual States)	36	700 Wood	ward Ave	. Ste 200,									
(Check "All States" or check individual States)					c.								
	States (Ch	in Which P neck "All S	erson Liste tates" or ch	d Has Soli- neck individ	cited or Int lual States	tends to So )	licit Purch	asers				🔲 Al	Il States
INDI INDI INDI INDI INDI INDI INDI INDI			[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL] [IN] [IA] [KS] [KY] [LA] [ME] [MD] [MA] [MI] [MN] [MS] [MO]			[IA]	[KS]								• -	
[MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [PA] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY] [PR]												-	

<sup>\*</sup> A smaller amount may be accepted by the company, in its sole discretion.

<del></del>				В. 1	NFORMAT	TION ABO	UT OFFER	ING				
1. Has th	e issuer so	ld, or does						n this offer under UL			Yes	No
2. What i	is the mini	mum inves	tment that	will be acc	cepted from	any indiv	idual?				\$ 437,	385.00*
											Yes	No
any co the of SEC a	ommission fering. If a and/or with	or similar person to a state or	remunerati be listed is states, list t	on for soli an associ- the name o	citation of ated person of the broke	purchasers or agent or or dealer	in connect of a broker . If more th	given, direction with safety or dealer realer realer five (5) ion for that	iles of secu egistered w persons to	rities in ith the be listed		
	ne (Last nar ritt, Grego		individual	)								
Business	or Resider	nce Addres	s (Number Ste 200,	and Stree Bloomfie	t, City, Stat ld Hills, M	e, Zip Coo 11 48304	le) -0930		<u>.</u>			
Name of Profe	Associated essional As	d Broker o set Manag	r Dealer ement, Inc	·								·
States in (Chee	Which Per	rson Listed tes" or che	Has Solic	ited or Inte ual States)	ends to Soli	cit Purcha	sers				🔲 All	States
(AL) [IL] [MT] [RI]	[AK] [IN] [NE] [SC]	[AZ] [IA] [NV] [SD]	[AR] [KS] [NH] [TN]	[CA] [KY] [NJ] [TX]	[CO] [LA] [NM] [UT]	{CT] [ME] [NY] [VT]	(DE) [MD] [NC] [VA]	(DC) [MA] [ND] [WA]	[FL] [M1] [ <u>OH]</u> [WV]	[GA] [MN] [OK] [WI]	[HI] [MS] [OR] [WY]	(ID) [MO] [PA] [PR]
	ne (Last na atz, John l		individua	l)				· · ·	<u> </u>			
Business	or Reside	nce Addre	ss (Numbe ham, MA		et, City, Sta 483	te, Zip Co	de)	<u>.</u>				·
Con	f Associate imonwealt	h Financia	Network									
States in (Che	Which Peck "All St	rson Lister ates" or ch	d Has Solid eck individ	cited or Int lual States)	ends to Sol	icit Purcha	sers	•••••			🔲 Al	l States
[AL] [IL] [MT] [RI]	[AK] [IN] [NE] [SC]	[ĀŽ] [IA] [NV] [SD]	[AR] [KS] [NH] [TN]	[CA] [KY] [NJ] [TX]	[CO] . [LA] [NM] [UT]	[CT] (ME) [NY] [VT]	[DE] [MD] [NC] [VA]	[DC] [MA] [ND] [WA]	[FL] [MI] [OH] [WV]	[GA] [MN] [OK] [WI]	(HI] [MS] [OR] [WY]	[ID] [MO] [PA] [PR]
Full Na	me (Last na	ame first, i	f individua	1)	-							
Busines	s or Reside	ence Addre	ess (Numbe	er and Stre	et, City, Sta	nte, Zip Co	ode)					
Name o	f Associate	ed Broker o	or Dealer		<u></u>		·					
States in (Che	n Which Po	erson Liste ates" or ch	d Has Soli eck individ	cited or Indual States	ends to So	licit Purch	asers				🔲 A	Il States
[AL] [IL] [MT]	[AK] [IN] [NE]	[AZ] [IA] [NV] [SD]	[AR] [KS] [NH]	[CA] [KY] [NJ] [TX]	[CO] [LA] [NM] [UT]	[CT] [ME] [NY] [VT]	[DE] [MD] [NC] [VA]	(DC) [MA) (ND) [WA]	(FL) [MI] [OH] [WV]	[GA] [MN] [OK] [W1]	[HI] [MS] [OR] [WY]	[ID] [MO] [PA] [PR]

<sup>\*</sup> A smaller amount may be accepted by the company, in its sole discretion.

#### 1. Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if answer is "none" or "zero." If the transaction is an exchange offering, check this box \( \square\) and indicate in the columns below the amounts of the securities offered for exchange and already exchanged Aggregate Amount Already Sold Offering Price Type of Security Debt ..... -0--0-Equity ..... Preferred Common Convertible Securities (including warrants)..... -0-Partnership Interests......\$ -0-\$ 10,358,600 \$10,358,600 Answer also in Appendix, Column 3, if filing under ULOE. 2. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero." Aggregate **Dollar Amount** Number of Purchases Investors \$ 10,358,600 Accredited Investors Non-accredited Investors Total (for filings under Rule 504 only) Answer also in Appendix, Column 4, if filing under ULOE. 3. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C - Question 1. Type of Dollar Amount Security Sold Type of Offering Rule 505 Regulation A..... Rule 504 ...... Total ..... 4. a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate. Transfer Agent's Fees..... □ \$ Printing and Engraving Costs..... S -0-Legal Fees. **№** \$ 105,000 Accounting Fees -0-Engineering Fees Sales Commission (specify finders' fees separately) \$ 633,000 $\boxtimes$ \$ 303,041 Other Expenses (identify) Marketing, Title and Closing \$1,041,041 Total .....

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	C. OFFERING PRIC	CE, NUMBER OF INVESTORS, EXPENSES AND U	SE OF	PROCEEDS		
b.	and total expenses furnished in response	te offering price given in response to Part C – Que to Part C – Question 4.a. This difference is the "ad	justed		\$ 9,450	6,209
5.	each of the purposes shown. If the amou	d proceeds to the issuer used or proposed to be use nt for any purpose is not known, furnish an estimat The total of the payments listed must equal the adj esponse to Part C – Question 4.b above.	e and			
				Payments to Officers, Directors & Affiliates		Payments To Others
				\$		<u>\$</u>
	Purchase of real estate			\$	$\boxtimes$	\$ 7,667,250
	Purchase, rental or leasing and insta	lation of machinery and equipment		\$		<u>s</u>
	Construction or leasing of plant buil	dings and facilities		\$		<u>s</u>
	offering that may be used in exchan	uding the value of securities involved in this ge for the assets or securities of another issuer		s	<u>-</u>	S
	•			\$	П	\$
	- ·			s	⊠	\$ 400,000
	Other (specify): Paid to Affiliates: Fee, Bridge Financing Fee and Acq Title Costs, Third Party Reports, Le	teal Estate Acquisition Fee, Mortgage Broker uisition Overhead. Paid to Others: Closing and onder Closing and Transfer Costs and Transfer		<b>\$</b> 1,173,959	_ ⊠	\$ 215,000
	Column Totals		Ø	\$ 1,173,959	⊠	\$ 8,282,250
		Is added)		· 🛛 🖠	\$ 9,456,	209
		D. FEDERAL SIGNATURE				
fol	owing signature constitutes an undertakir	igned by the undersigned duly authorized person.  Ig by the issuer to furnish to the U.S. Securities and by the issuer to any non-accredited investor pursu	d Excl	nange Commiss	ion, up	on written
lss	uer (Print or Type)	Signature		Date		
Dι	blin 1031, L.L.C.	Patricia a. bellosso				
Na	me of Signer (Print or Type)	Title of Signer (Print or Type)				
Pa	ricia A. DelRosso	President, Inland Real Estate Exchange Corpora L.L.C., the sole member of Dublin 1031, L.L.C.	tion, t	he sole membe	r of Du	blin Exchange,

---ATTENTION-----

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

	E. STATE SIGNATURE			
	R 230.262 presently subject to any of the disqua		Yes	No ⊠
	See Appendix, Column 5, for state re	esponse.		
	undertakes to furnish to any state administrator out times as required by state law.	f any state in which this notic	ce is filed, a no	tice on
3. The undersigned issuer hereby issuer to offerees.	undertakes to furnish to the state administrator	s, upon written request, info	rmation furnisl	ned by the
Limited Offering Exemption (	nts that the issuer is familiar with the conditions ULOE) of the state in which this notice is filed at an of establishing that these conditions have been	nd understands that the issuer	ntitled to the U r claiming the a	niform vailability
The issuer has read this notification undersigned duly authorized personal transfer of the second se	on and knows the contents to be true and has du	ly caused this notice to be si	gned on its be	nalf by the
Issuer (Print or Type)	Signature	Date		
Dublin 1031, L.L.C.	Patricia a Celho	isso-		
Name (Print or Type)	Title (Print or Type)			

Senior Vice President, Inland Real Estate Exchange Corporation, the sole member of Dublin Exchange, L.L.C., the sole member of Dublin 1031, L.L.C.

### Instruction:

Patricia A. DelRosso

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

## APPENDIX

]	Intend to non-ac investors (Part B-	to sell ecredited s in State	Type of security and aggregate offering price offered in state (Part C-Item 1)		Type of ir amount purc (Part C		Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)			
State	Yes	l No		Number of Accredited Investors	Amount	Amount	Yes	No		
AL							-			
AK										
AZ		⊠	Tenant in Common Interests \$10,497,250.00	2	\$ 718,514.35	0	0		⊠	
AR		⊠	Tenant in Common Interests \$10,497,250.00	1	\$500,000	0	0		⊠	
CA		⊠	Tenant in Common Interests \$10,497,250.00	4	\$2,878,385.00	0	0		Ø	
со						•				
СТ										
DE										
DC										
FL		Ø	Tenant in Common Interests \$10,497,250.00	2	\$ 1,749,540.00	0	0		⋈	
GA										
н										
ID										
IL		Ø	Tenant in Common Interests \$10,497,250.00	1	\$ 108,108.11	0	0		×	
IN										
lA										
KS										
KY	. 🗆									
LA										
ME										
MD										
МА										
MI								□		
MN		Ø	Tenant in Common Interests \$10,497,250.00	1	\$ 374,052.54	0	0		⊠	

## APPENDIX

	3 4 5								·	
1	2		3  Type of security	,	Disqualification under State ULOE					
	Intend		and aggregate	Type of investor and				(if yes, attach explanation of		
1 1	to non-accredited investors in State		offering price offered in state			hased in State			waiver granted)	
	(Part B-		(Part C-Item 1)		(Part C-Item 2)				(Part E-Item 1)	
1				Number of Accredited		Number of Non-Accredited				
State	Yes	No		Investors	Amount	Investors	Amount	Yes	No	
MS		⊠	Tenant in Common Interests \$10,497,250.00	1	\$ 640,000	0	0		☒	
МО										
MT										
NE										
NV										
NH										
NJ										
NM										
NY		o								
NC						·				
ND										
ОН		Ø	Tenant in Common Interests \$10,497,250.00	2	\$1,900,000.00	0	0		⊠	
ОК										
OR										
PA										
RI										
SC										
SD									` D	
TN			<u> </u>							
TX		⊠	Tenant in Common Interests \$10,497,250.00	1	\$440,000.00	0	0		☒	
UT		⊠	Tenant in Common Interests \$10,497,250.00	2	\$ 750,000.00	0	0		⊠	
VT								D		
VA										
WA		⊠	Tenant in Common Interests \$10,497,250.00	1	\$ 300,000.00	0	0		⊠	
wv										

				APPE	NDIX				
1	2	2	3	4.				5 Disqualification under State ULOE	
	Intend to sell to non-accredited investors in State (Part B-Item 1)		e offered in state	Type of investor and amount purchased in State (Part C-Item 2)				(if yes, attach explanation of waiver granted) (Part E-Item 1)	
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WI	0								
WY									

